

## VERNER, LIIPFERT, BERNHARD AND MCPHERSON

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BERL BERNHARD  
HARRY MCPHERSON  
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MARTIN S. THALER  
WILLIAM C. EVANS  
MICHAEL J. ROBERTS  
JOHN L. RICHARDSON  
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MICHAEL F. GOLDMAN  
HOWELL E. BEGLE, JR.  
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WASHINGTON, D. C. 20036

CABLE ADDRESS

VERLIP

(202) 452-7400

RECORDATION NO. 8960-A Filed 1425

JAN 29 1979 - 1 10 PM

January 29, 1979 INTERSTATE COMMERCE COMMISSION

No. 9-029A-120

Date JAN 29 1979

Fee \$10.00

ICC Washington, D. C.

JOHN A. MERRIGAN  
THOMAS E. ACEY, JR.  
JOSEPH L. MANSON, III  
ROBERT R. BRINKER  
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RAYMOND S. SCZUDLO

MERRITT RUHLEN  
WHITNEY GILLILLAND  
OF COUNSEL

Honorable H.G. Homme, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Homme:


This letter constitutes a release by Providence and Worcester Company and New England Merchants Funding Corporation of Addendum A and Certificate of Acceptance No. 1, attached to Master Equipment Lease Agreement No. 1, filed and recorded before the Interstate Commerce Commission on September 2, 1977, at 3:25 p.m., Recordation No. 8960. Title to the seventy (70) Open Railroad Hopper Freight Cars, Car Numbers P&W 10023 through 10092, as designated in the aforementioned Addendum A and Certificate of Acceptance No. 1, no longer resides in New England Merchants Funding Corporation.

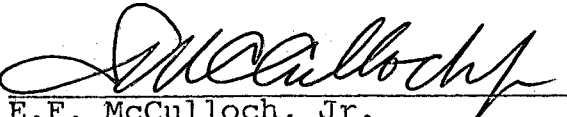
In accordance with the regulations contained at 49 C.F.R. §1116.1 et seq., a fee of \$10 is enclosed, and the requisite notarization is attached.

Sincerely,


LESSEE: Providence and  
Worcester Company

LESSOR: New England Merchants  
Funding Corporation

  
John L. Richardson  
Counsel for Providence and  
Worcester Company

  
E.F. McCulloch, Jr.  
President

RECEIVED  
JAN 29 1 10 PM '79  
T.O.O.  
FEE OPERATION BR.

 - Lawrence Redolish

ACKNOWLEDGMENT

District of Columbia    )  
                                  ) ss:  
City of Washington        )

On this 25th day of January 1979, before me personally appeared John L. Richardson, to me known to be the person described in and who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed, upon authorization and on behalf of Providence and Worcester Company.

Etha J. Connor  
Notary Public

My commission expires: 8/14/79.

State of Massachusetts    )  
                                  ) ss:  
County of Suffolk         )

On this 22nd day of January 1979, before me personally appeared E.F. McCulloch, Jr., who being by me duly sworn, says that he is the President of New England Merchants Funding Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Thomas C. Towley  
Notary Public

My commission expires: June 12, 1981.

**Interstate Commerce Commission**  
Washington, D.C. 20423

1/29/79

OFFICE OF THE SECRETARY

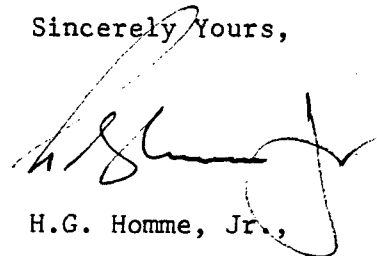
**E.F. McCulloch, Jr., Pres.**  
**Verner, Lillfert, Bernhard & McPherson**  
**1660 L. St., N.W. Suite 1000**  
**Washington, D.C. 20036**

Dear

**Sir:**

The enclosed document(s) was recorded pursuant to the  
provisions of Section 20(c) of the Interstate Commerce Act,  
49 U.S.C. 20(c), on **1/29/79** at **1:10pm**,  
and assigned recordation number(s) **8960-A**

Sincerely Yours,



H.G. Homme, Jr.,  
Secretary

Enclosure(s)

SE-30-T  
(2/78)